

WEIL, GOTSHAL & MANGES LLP  
Richard W. Slack (*pro hac vice*)  
(richard.slack@weil.com)  
Jessica Liou (*pro hac vice*)  
(jessica.liou@weil.com)  
Matthew Goren (*pro hac vice*)  
(matthew.goren@weil.com)  
767 Fifth Avenue  
New York, NY 10153-0119  
Tel: 212 310 8000  
Fax: 212 310 8007

KELLER BENVENUTTI KIM LLP  
Jane Kim (#298192)  
(jkim@kbbkllp.com)  
David A. Taylor (#247433)  
(dtaylor@kbbkllp.com)  
Thomas B. Rupp (#278041)  
(trupp@kbbkllp.com)  
425 Market Street, 26th Floor  
San Francisco, CA 94105  
Tel: 415 496 6723  
Fax: 650 636 9251

*Attorneys for Debtors and Reorganized Debtors*

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION**

**In re:**

**PG&E CORPORATION,**

**- and -**

**PACIFIC GAS AND ELECTRIC  
COMPANY,**

**Debtors.**

- ☐ Affects PG&E Corporation  
☐ Affects Pacific Gas and Electric  
Company  
☒ Affects both Debtors

*\* All papers shall be filed in the Lead  
Case, No. 19-30088 (DM).*

Bankruptcy Case No. 19-30088 (DM)

Chapter 11

(Lead Case) (Jointly Administered)

**REORGANIZED DEBTORS' REPORT ON  
RESPONSES TO THIRTY-NINTH  
SECURITIES CLAIMS OMNIBUS  
OBJECTION TO CLAIMS OF MERRILL  
LYNCH (INSUFFICIENT SUBSTANTIVE  
ALLEGATIONS CLAIMS) AND REQUEST  
FOR ORDER BY DEFAULT**

**[Related to Docket No. 14404]**

Date: May 21, 2024, 10:00 a.m. (PT)  
Place: Zoom Videoconference  
United States Bankruptcy Court  
Courtroom 17, 16th Floor  
San Francisco, CA 94102

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**REQUEST FOR ENTRY OF ORDER BY DEFAULT**

PG&E Corporation and Pacific Gas and Electric Company, as debtors and reorganized debtors (collectively, “**PG&E**” or the “**Debtors**” or the “**Reorganized Debtors**”) in the above-captioned chapter 11 cases (the “**Chapter 11 Cases**”) hereby request, pursuant to Rule 9014-1(b)(4) of the Bankruptcy Local Rules for the United States District Court for the Northern District of California, as made applicable to these Chapter 11 Cases by the *Second Amended Order Implementing Certain Notice and Case Management Procedures*, entered on May 14, 2019 [Docket No. 1996], that the Court enter an order by default on the *Reorganized Debtors’ Thirty-Ninth Securities Claims Omnibus Objection To Claims Of Merrill Lynch (Insufficient Substantive Allegations Claims)* [Docket No. 14404] (the “**Objection**”).

**RELIEF REQUESTED IN THE OBJECTION**

The Objection seeks to disallow and expunge proofs of claim filed by or on behalf of Merrill Lynch (the “**Claimant**”) in the Chapter 11 Cases (the “**Claims**”) that do not assert the basic legal and factual allegations required to plead a claim under the federal securities laws. The Claims filed by Claimant fail to identify what securities causes of action they purport to assert, fail to meet the pleading requirements for causes of action under Federal Rule of Civil Procedure 8(a), and, to the extent the Claims seek to raise securities claims, fail to meet the heightened requirements for pleading securities fraud under Federal Rule of Civil Procedure 9(b) and the Private Securities Litigation Reform Act of 1995. Claimant had the opportunity, after notice of the Court’s July 28, 2023 *Order Authorizing Amendment And Objection Procedures For Securities Claims* [Docket No. 13934], as later amended on November 15, 2023 [Docket No. 14139], which set a deadline of October 13, 2023, to amend its Claims or adopt the pleadings of other claimants. Claimant did not timely file an amendment or adopt the complaint of another claimant. The Claims subject to the Objection are listed in **Exhibit 1** thereto.

**REPORT ON RESPONSES**

There were no responses, formal or informal, to the Objection. After the Reorganized Debtors noticed the Objection and served notice on all required parties, including Claimant, a representative from Claimant contacted the Reorganized Debtors’ claims and noticing agent, Kroll Restructuring Services “**Kroll**,” by email (in response to the email service of the Objection), concerning the Claims. Kroll

1 responded by directing Claimant to reach out with any questions to the Reorganized Debtors' counsel at  
2 Weil, Gotshal & Manges LLP. As noted above, Claimant did not file a response to the Objection, and as  
3 of the date of this filing, Claimant has not contacted the Reorganized Debtors' counsel with any  
4 questions, or informal response, concerning the Objection.

5 **NOTICE AND SERVICE**

6 The Reorganized Debtors filed the *Notice of Hearing on Reorganized Debtors' Thirty-Ninth*  
7 *Securities Claims Omnibus Objection To Claims Of Merrill Lynch (Insufficient Substantive Allegations*  
8 *Claims)* [Docket No. 14406] (the "**Notice of Hearing**"). The Objection was supported by the  
9 *Declaration of Robb McWilliams in Support of Reorganized Debtors' Thirty-Ninth Securities Claims*  
10 *Omnibus Objection To Claims Of Merrill Lynch (Insufficient Substantive Allegations Claims)* [Docket  
11 No. 14405] (the "**McWilliams Declaration**"). The Objection, the Notice of Hearing, and the  
12 McWilliams Declaration were served as described in the Certificate of Service of Victor Wong, filed on  
13 April 23, 2024 [Docket No. 14429] and the Supplemental Certificate of Service of Victor Wong, filed  
14 on April 22, 2024 [Docket No. 14427]. The deadline to file responses or oppositions to the Objection  
15 has passed. As noted above, the Reorganized Debtors have received no responses to the Objection.

16 **DECLARATION OF NO OPPOSITION RECEIVED**

17  
18 The undersigned hereby declares, pursuant to 28 U.S.C. § 1746, under penalty of perjury that:

- 19 1. I am a member of the law firm of Weil, Gotshal & Manges LLP ("**Weil**"), counsel for  
20 the Reorganized Debtors.
- 21 2. The Court's docket in the Chapter 11 Cases has been reviewed and Weil has determined  
22 that no responses, formal or informal, have been submitted with respect to the Objection.

23 WHEREFORE, the Reorganized Debtors hereby request entry of an order disallowing and  
24 expunging the proofs of claim listed in the column headed "Claims to be Disallowed and Expunged" in  
25 **Exhibit A** to this Request, which lists claims identical to those in **Exhibit 1** to the Objection.

1 Dated: May 15, 2024

2 **WEIL, GOTSHAL & MANGES LLP**  
3 **KELLER BENVENUTTI KIM LLP**

4 By: /s/ Richard W. Slack  
5 Richard W. Slack  
6 *Attorneys for Debtors and Reorganized Debtors*  
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